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FEB 17 '06 2-33 PM

**SURFACE TRANSPORTATION BOARD**

LOUIS E. GITOMER  
OF COUNSEL  
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February 17, 2006

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Security Interest, a primary document, dated as of January 3, 2006. We request that this document be given the next available Recordation Number.

The names and addresses of the parties to the Memorandum of Security Interest are:

Lessor:

Chase Equipment Leasing, Inc.  
1111 Polaris Parkway, Suite A3  
Columbus, OH 43065

Lessee:

Marchand Machinery Maintenance Co.-K, L.L.C.  
17877 Greenwell Springs Road  
Greenwell Springs, LA 70739

A description of the equipment covered by the Memorandum of Security Interest consists of two SW-1200 locomotives numbered KMMX 123 and 124.

# BALL JANIK LLP

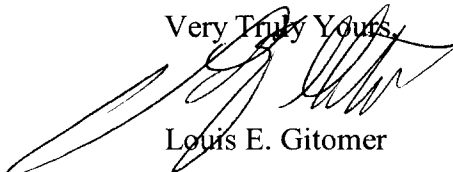
Honorable Vernon A. Williams  
February 17, 2006  
Page 2

A fee of \$ 33.00 is enclosed. Please return the original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of Security Interest between Chase Equipment Leasing, Inc., 1111 Polaris Parkway, Suite A3, Columbus, OH 43065, and Marchand Machinery Maintenance Co.-K, L.L.C. , 17877 Greenwell Springs Road, Greenwell Springs, LA 70739, covering two SW-1200 locomotives numbered KMMX 123 and 124.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'L. Gitomer', is written over the typed name.

Louis E. Gitomer

Enclosures

FEB 17 '06

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MEMORANDUM OF SECURITY INTEREST ~~BY~~ <sup>SURFACE TRANSPORTATION BOARD</sup>

<sup>2006 lmn</sup> This Memorandum of Security Interest is made and entered into on ~~December~~ <sup>January lmn</sup> 3, ~~2005~~ by and between Chase Equipment Leasing Inc., as secured party ("Secured Party"), and Marchand Machinery Maintenance Co.-K, L.L.C., as borrower ("Borrower").

## WITNESSETH:

The undersigned have entered into that certain Lease Schedule No. 1000126632, dated as of January 3, 2006 (the "Schedule") by which the Borrower has granted a security interest in certain railroad equipment bearing road numbers listed on the Attachment hereto to the Secured Party in order to secure the Borrower's performance of its obligations as described in the Agreement and Schedule.

This document may be signed in any number of counterparts, each of which shall be an original and all of which shall be a part of this Memorandum of Security Interest.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Security Interest to be duly executed by their respective officers duly authorized as of the date and year first above written.

Chase Equipment Leasing Inc.

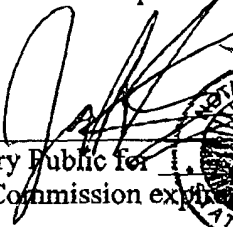
By: Linda M. Moore  
Name: Linda M. Moore  
Title: Funding Authority


Marchand Machinery Maintenance Co.-K, L.L.C.

By: Allen Keith Marchand  
Name: Allen Keith Marchand  
Title: President

STATE OF Ohio )  
 ) ss.  
County of Franklin )

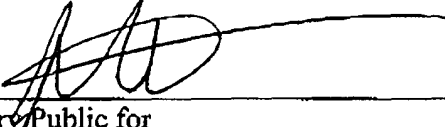
On this 16 day of February, 2006, before me, Johnnda F. Smith, the undersigned Notary Public, personally appeared Linda M. Moore personally known to me to be the person who executed the within instrument as Funding Authority on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

  
Notary Public for \_\_\_\_\_  
My Commission expires 9-1-08

 **JOHNDA F. SMITH**  
Notary Public, State of Ohio  
My Commission Expires 9-1-08

STATE OF Louisiana )  
 ) ss.  
Parish of East Baton Rouge )

On this 3rd day of January, 2006, before me, Jason M. DeCuir, the undersigned Notary Public, personally appeared Allen Keith Marchand personally known to me to be the person who executed the within instrument as President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

  
Notary Public for \_\_\_\_\_  
My Commission expires \_\_\_\_\_

**Jason M. DeCuir**  
Bar Roll #:28015  
Parish of East Baton Rouge  
State of Louisiana  
My Commission Is For Life

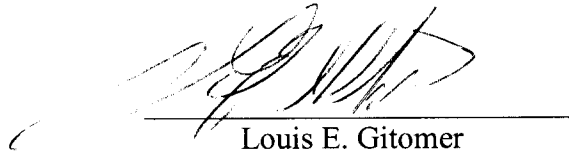
**ATTACHMENT**

**TO MEMORANDUM OF SECURITY INTEREST BETWEEN CHASE EQUIPMENT  
LEASING, INC., AND MARCHAND MACHINERY MAINTENANCE CO.-K, L.L.C.**

Two SW-1200 locomotives numbered KMMX 123 and 124.

# CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Memorandum of Security Interest, dated as of January 3, 2006, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

A handwritten signature in black ink, appearing to read 'L. E. Gitomer', is written over a horizontal line.

Louis E. Gitomer  
February 17, 2006